

# HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

November 21, 2000

RECEIVED  
NOV 22 2000

Mr. Vernon Williams  
Surface Transportation Board  
1925 K Street, NW  
Washington, D.C. 20423-0001

RE: Termination of Full Maintenance Lease Agreement dated November 21, 2000 ("**Termination**"), by Helm Financial Corporation ("**Lessor**").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Termination.

In connection with the recording of the Termination, please note the following information:

Name and Address of Lessor: Helm Financial Corporation  
One Embarcadero Center, Suite 3700  
San Francisco, CA 94111

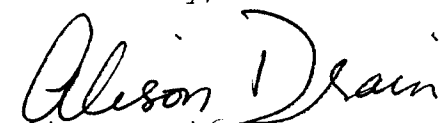
Name and Address of Lessee: Wisconsin Public Service Corporation  
600 North Adams  
P.O. Box 19002  
Green Bay, WI 54307-9002

**A short summary of the document to appear in the index follows:**

Termination of Rail Car Lease Agreement dated November 20, 2000, between Helm Financial Corporation as Lessor and Wisconsin Public Service Corporation as Lessee covering one hundred thirty-five (135) railcars within the series HLMX 145047-145092 and HLMX 9000-9099 (ni).

Please file this Termination as a supplementary document to Recordation No. **20673** filed on May 5, 1997 at 2:14 p.m., and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

Yours truly,



Alison Drain  
Document Administrator

/ad  
Enclosures (2)

RECORDATION NO. 20673-A FILED

NOV 28 '00

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TS

SURFACE TRANSPORTATION BOARD

TERMINATION OF RAIL CAR LEASE AGREEMENT

THIS TERMINATION OF RAIL CAR LEASE AGREEMENT ("Termination") is dated as of November 20, 2000 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. **Recitals.** Lessor entered into the Lease of Railroad Equipment dated as of October 8, 1996 ("Lease"), with Wisconsin Public Service Corporation, a Wisconsin corporation, with respect to the one hundred thirty-five (135) open top hopper railcars described in Schedule A attached hereto ("Units"). The Lease is on file at the Surface Transportation Board of the Department of Transportation ("STB") under STB Recordation Number 20673 filed on May 5, 1997 at 2:14 p.m.

The Lease was terminated as of August 31, 2000. The purpose of this Termination is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

By: Barbara W. Wilson

Print Name: Barbara W. Wilson

Title: Senior Vice President & CFO

RECORDATION NO. 20673-A FILED  
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SURFACE TRANSPORTATION BOARD

STATE OF CALIFORNIA

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) S.S.

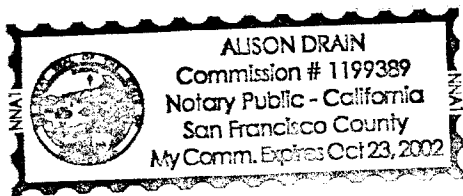
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On November 21

X

-OR-

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

Alison Train

[Notarial Seal]

**SCHEDULE A**

**To the Termination of Rail Car Lease Agreement dated November 20, 2000.**

**THE UNITS**

**1. Equipment Description:**

**Ten (10)**, 4000 cubic foot, 100-ton, rotary coupled (53'1" coupler face to coupler face) three pocket, open top hopper railcars; built by Bethlehem Steel Corporation in 1978; **and thirty-six (36)**, 4000 cubic foot, 100-ton, rotary coupled, three pocket, open top hopper railcars; built by Pullman Standard in 1976.

**Unit Numbers:**

HLMX 145047-145092

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**2. Equipment Description:**

**Eighty-nine (89)**, 4000 cubic foot, 100-ton, rotary coupled (53'1" coupler face to coupler face) three pocket, open top hopper railcars; built by Bethlehem Steel Corporation in 1975.

**Unit Numbers:**

HLMX 9000, 9002-9007, 9009, 9010, 9012-9021, 9023, 9025-9043, 9045-9063, 9065-9091, 9093-9099